

Hearing Date: July 17, 2013 at 11:00 a.m. (Eastern Time)

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Debtors in Possession¹

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)	Chapter 11
In re:)	
)	Case No. 12-10202 (ALG)
EASTMAN KODAK COMPANY, <i>et al.</i> , ²)	
)	(Jointly Administered)
Debtors.)	
)	Ref. Docket No. 4046

**NOTICE OF FILING OF REVISED PROPOSED ORDER FOR
DEBTORS' TWENTY-SEVENTH OMNIBUS OBJECTION TO CLAIMS**

PLEASE TAKE NOTICE that on June 17, 2013, Eastman Kodak Company, *et al.* (collectively, the “**Debtors**”), filed the Debtors’ Twenty-Seventh Omnibus Objection to Claims [Docket No. 4046] (the “**Objection**”).³ Attached as Exhibit 1 to the Objection was a proposed form of order (the “**Proposed Order**”) sustaining the Objection. Any responses to the

¹ All parties in interest with inquiries regarding the Objection should direct such inquiries to Young Conaway Stargatt & Taylor, LLP.

² The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors’ corporate headquarters is: 343 State Street, Rochester, NY 14650.

³ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Objection.

Objection and the relief provided for in the Proposed Order were required to be filed with the Court, and at the same time served on the undersigned counsel for the Debtors, on or before 4:00 p.m. (Eastern Time) on July 10, 2013 (the “**Response Deadline**”).

PLEASE TAKE FURTHER NOTICE that on or before the Response Deadline, the following parties (each, a “**Respondent**,” and together, the “**Respondents**”) filed a response to the Objection (together, the “**Responses**”):

<u>Respondent</u>	<u>Disputed Claim #</u>	<u>Formal [Docket No.] or Informal Response</u>
PAC Worldwide Corporation	5011	Docket No. 4252
ZGraphics, Ltd.	1421	Docket No. 4255

PLEASE TAKE FURTHER NOTICE that the Responses will be adjourned to the omnibus hearing in these chapter 11 cases scheduled for August 16, 2013 at 11:00 a.m. (Eastern Time), subject to further adjournment by the Debtors or consensual resolution, and the Respondents have been advised of the same.

PLEASE TAKE FURTHER NOTICE that attached hereto as Exhibit 1 is a revised Proposed Order (the “**Revised Proposed Order**”), together with revised exhibits thereto. The Debtors intend to present the Revised Proposed Order to the Honorable Allan L. Gropper, Bankruptcy Judge of the United States Bankruptcy Court for the Southern District of New York, at One Bowling Green, New York, New York 10004, for signature at the omnibus hearing in these chapter 11 cases scheduled for **July 17, 2013 at 11:00 a.m. (Eastern Time)** (the “**July Hearing**”).

PLEASE TAKE FURTHER NOTICE that for ease of reference, attached hereto as Exhibit 2 is a copy of the Revised Proposed Order marked against the Proposed Order (the “**Blackline**”). The Blackline does not include a marked copy of the exhibits to the Revised Proposed Order, but the only revisions thereto have been to remove the Disputed Claims that are

the subject of the Responses. The Revised Proposed Order does not seek any relief with respect to, and the July Hearing is not intended to be a hearing on, the Responses.

Dated: July 15, 2013
New York, New York

/s/ Pauline K. Morgan
Pauline K. Morgan
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- and -

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Counsel to the Debtors and
Debtors in Possession

EXHIBIT 1

Revised Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

EASTMAN KODAK COMPANY, *et al.*,¹

Debtors.

)
) Chapter 11

)
) Case No. 12-10202 (ALG)

)
) (Jointly Administered)
)
)

**ORDER SUSTAINING, IN PART, DEBTORS'
TWENTY-SEVENTH OMNIBUS OBJECTION TO CLAIMS**

Upon the Debtors' Twenty-Seventh Omnibus Objection to Claims (the "**Objection**")² filed by Eastman Kodak Company, on behalf of itself and its affiliated debtors and debtors in possession in these chapter 11 cases (collectively, the "**Debtors**"); and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these chapter 11 cases and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

1. The Objection is SUSTAINED to the extent provided for herein.
2. The Incorrect Debtor Claims identified on Exhibit A to this Order are hereby reassigned to the Debtors indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit A to this Order.
3. The Modified Amount Claims identified on Exhibit B to this Order are hereby modified to the amounts indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit B to this Order.
4. The Incorrect Debtor, Modified Amount Claims identified on Exhibit C to this Order are hereby reassigned to the Debtors and modified to the amounts indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit C to this Order.
5. The Incorrect Debtor, Reclassified Claims identified on Exhibit D to this Order are hereby reassigned to the Debtors and reclassified to the priority levels indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit D to this Order.
6. The Objection is hereby adjourned to the omnibus hearing in these chapter 11 cases scheduled for August 16, 2013 at 11:00 a.m. (Eastern Time), subject to further adjournment by the Debtors or consensual resolution, solely with respect to the responses to the Objection and the corresponding Disputed Claims that are identified in the chart immediately below.

<u>Respondent</u>	<u>Disputed Claim #</u>	<u>Docket No.</u>
PAC Worldwide Corporation	5011	Docket No. 4252
ZGraphics, Ltd.	1421	Docket No. 4255

7. The Debtors and the Claims Agent are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
8. Any and all rights of the Debtors and their estates to amend, supplement or

otherwise modify the Objection and to file additional objections to any and all claims filed in these chapter 11 cases, including, without limitation, any and all of the Disputed Claims, shall be reserved. Any and all rights, claims and defenses of the Debtors and their estates with respect to any and all of the Disputed Claims shall be reserved, and nothing included in or omitted from the Objection is intended or shall be deemed to impair, prejudice, waive or otherwise affect any rights, claims, or defenses of the Debtors and their estates with respect to the Disputed Claims.

9. The requirements set forth in rule 9013-1(b) of the Local Rules for the United States Bankruptcy Court for the Southern District of New York are satisfied.

10. This Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

New York, New York
Date: [•], 2013

Allan L. Gropper
United States Bankruptcy Judge

EXHIBIT A¹

Incorrect Debtor Claims

¹ All capitalized terms used but otherwise not defined on Exhibit A shall have the meanings set forth in the Objection.

Exhibit A
Incorrect Debtor Claims

	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
Filed Proof of Claim	1370	<input type="checkbox"/>	Eastman Kodak Company	ATLAS COPCO COMPRESSORS LLC PAUL NGUYEN 48434 MILMONT DR. FREMONT, CA 94538	\$0.00	\$0.00	\$0.00	\$13,181.47	\$13,181.47	<input type="checkbox"/>
	Date Filed:	4/25/2012								
Debtors' Proposed Claim			Kodak Imaging Network, Inc.		\$0.00	\$0.00	\$0.00	\$13,181.47	\$13,181.47	
Filed Proof of Claim Totals					\$0.00	\$0.00	\$0.00	\$13,181.47	\$13,181.47	
Debtors' Proposed Claim Totals					\$0.00	\$0.00	\$0.00	\$13,181.47	\$13,181.47	

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EXHIBIT B¹

Modified Amount Claims

¹ All capitalized terms used but otherwise not defined on Exhibit B shall have the meanings set forth in the Objection.

Exhibit B

Modified Amount Claims

	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
Filed Proof of Claim	5374	<input type="checkbox"/>	Eastman Kodak Company	ARVATO DIGITAL SERVICES LLC 108 MONTICELLO RD WEAVERVILLE, NC 28787-8931	\$0.00	\$0.00	\$0.00	\$1,170,634.96	\$1,170,634.96	<input type="checkbox"/>
Date Filed:	7/17/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$1,152,263.44	\$1,152,263.44	
Filed Proof of Claim	4630	<input type="checkbox"/>	Eastman Kodak Company	BETA INDUSTRIES INC 2860 CULVER AVE DAYTON, OH 45429	\$0.00	\$0.00	\$0.00	\$24,822.88	\$24,822.88	<input type="checkbox"/>
Date Filed:	7/13/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$8,154.79	\$8,154.79	
Filed Proof of Claim	5920	<input type="checkbox"/>	Eastman Kodak Company	CREATIVE CHANNEL SERVICES, LLC 6080 CENTER DR. # 500 LOS ANGELES, CA 90045	\$0.00	\$0.00	\$0.00	\$117,000.00	\$117,000.00	<input type="checkbox"/>
Date Filed:	8/16/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$78,000.00	\$78,000.00	
Filed Proof of Claim	3069	<input type="checkbox"/>	Eastman Kodak Company	ENVIRONMENTAL PROFILES INC 8805 COLUMBIA 100 PKWY, STE 100 COLUMBIA, MD 21045	\$0.00	\$0.00	\$0.00	\$10,861.87	\$10,861.87	<input type="checkbox"/>
Date Filed:	6/22/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$450.00	\$450.00	
Filed Proof of Claim	251	<input type="checkbox"/>	Eastman Kodak Company	INFOTONICS TECHNOLOGY CENTER INC DBA STC 5450 CAMPUS DRIVE CANANDAIGUA, NY 14424	\$0.00	\$0.00	\$0.00	\$306,755.00	\$306,755.00	<input type="checkbox"/>
Date Filed:	2/7/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$286,275.00	\$286,275.00	
Filed Proof of Claim	4840	<input type="checkbox"/>	Eastman Kodak Company	KANEMATSU USA, INC. C/O JOEL A. SILVERMAN, ESQ., GENERAL COUNSEL 75 ROCKEFELLER PLAZA, 22ND FLOOR NEW YORK, NY 10019	\$0.00	\$0.00	\$0.00	\$521,012.92	\$521,012.92	<input type="checkbox"/>
Date Filed:	7/16/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$328,750.78	\$328,750.78	
Filed Proof of Claim	1196	<input type="checkbox"/>	Eastman Kodak Company	MASON DIXON INTERMODAL INC. ATTN REBECCA JOHNSON 12755 E. NINE MILE RD WARREN, MI 48089	\$0.00	\$0.00	\$0.00	\$20,789.00	\$20,789.00	<input type="checkbox"/>
Date Filed:	4/16/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$14,460.00	\$14,460.00	

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Exhibit B

Modified Amount Claims

	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
Filed Proof of Claim	2205	<input type="checkbox"/>	Eastman Kodak Company	NATIONAL INSTRUMENTS 11500 N MOPAC EXPRESSWAY AUSTIN, TX 78759-3504	\$0.00	\$0.00	\$0.00	\$14,691.53	\$14,691.53	<input type="checkbox"/>
Date Filed:	6/4/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$2,169.00	\$2,169.00	
Filed Proof of Claim	3542	<input type="checkbox"/>	Eastman Kodak Company	PALL TRINCOR 770 PENNSYLVANIA DR SUITE 100 EXTON, PA 19341	\$0.00	\$0.00	\$0.00	\$373,546.63	\$373,546.63	<input type="checkbox"/>
Date Filed:	7/3/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$351,356.61	\$351,356.61	
Filed Proof of Claim	733	<input type="checkbox"/>	Eastman Kodak Company	PETER J. ROMANO ASSOCIATES, INC. PICK & ZABICKI LLP 369 LEXINGTON AVENUE, 12TH FLOOR NEW YORK, NY 10017	\$0.00	\$0.00	\$0.00	\$350,037.16	\$350,037.16	<input type="checkbox"/>
Date Filed:	3/8/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$318,238.80	\$318,238.80	
Filed Proof of Claim	225	<input type="checkbox"/>	Eastman Kodak Company	RIECK SERVICES ATTN MIKE STEMEN, CFO P.O. BOX 13565 DAYTON, OH 45413-0565	\$0.00	\$0.00	\$0.00	\$64,019.17	\$64,019.17	<input type="checkbox"/>
Date Filed:	2/7/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$57,696.73	\$57,696.73	
Filed Proof of Claim	1687	<input type="checkbox"/>	Eastman Kodak Company	ROADRUNNER TRANSPORTATION SERVICES 4900 S. PENNSYLVANIA AVE. CUDAHY, WI 53110	\$0.00	\$0.00	\$0.00	\$8,545.97	\$8,545.97	<input type="checkbox"/>
Date Filed:	5/7/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$4,532.31	\$4,532.31	
Filed Proof of Claim	1664	<input type="checkbox"/>	Eastman Kodak Company	STRAIN MEASUREMENT DEVICES INC 55 BARNES PARK ROAD NORTH WALLINGFORD, CT 06492	\$0.00	\$0.00	\$0.00	\$36,317.13	\$36,317.13	<input type="checkbox"/>
Date Filed:	5/3/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$20,118.56	\$20,118.56	
Filed Proof of Claim	423	<input type="checkbox"/>	Eastman Kodak Company	SUMMIT INDUSTRIES INC ATTN LINDA DYER 4545 GATEWAY CIRCLE DAYTON, OH 45440	\$0.00	\$0.00	\$0.00	\$13,475.50	\$13,475.50	<input type="checkbox"/>
Date Filed:	2/20/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$142.50	\$142.50	

Exhibit B
Modified Amount Claims

	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
Filed Proof of Claim	800	<input type="checkbox"/>	Eastman Kodak Company	TA INSTRUMENTS - WATERS LLC 159 LUKENS DRIVE NEW CASTLE, DE 19720	\$0.00	\$0.00	\$0.00	\$10,226.60	\$10,226.60	<input type="checkbox"/>
Date Filed:	3/12/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$1,715.00	\$1,715.00	
Filed Proof of Claim	1653	<input type="checkbox"/>	Eastman Kodak Company	TELUS COMMUNICATIONS COMPANY ATTN INSOLVENCY GROUP P.O. BOX 2009 STN T VANCOUVER, BC V6B 5H5	\$0.00	\$0.00	\$0.00	\$153,810.80	\$153,810.80	<input type="checkbox"/>
Date Filed:	5/1/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$111,496.13	\$111,496.13	
Filed Proof of Claim	3061	<input type="checkbox"/>	Eastman Kodak Company	TRANSPORTES AZTECA INTL INC P.O. BOX 1997 BUFFALO, NY 14219-1508	\$0.00	\$0.00	\$0.00	\$21,737.79	\$21,737.79	<input type="checkbox"/>
Date Filed:	6/22/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$15,945.79	\$15,945.79	
Filed Proof of Claim Totals				Count: 17	\$0.00	\$0.00	\$0.00	\$3,218,284.91	\$3,218,284.91	
Debtors' Proposed Claim Totals					\$0.00	\$0.00	\$0.00	\$2,751,765.44	\$2,751,765.44	

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EXHIBIT C¹

Incorrect Debtor, Modified Amount Claims

¹ All capitalized terms used but otherwise not defined on Exhibit C shall have the meanings set forth in the Objection.

Exhibit C
Incorrect Debtor, Modified Amount Claims

	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
Filed Proof of Claim	1657	<input type="checkbox"/>	Eastman Kodak International Capital Company, Inc.	MONTGOMERY COUNTY WATER SERVICES 1850 SPAULDING ROAD DAYTON, OH 45432	\$0.00	\$0.00	\$0.00	\$65,136.46	\$65,136.46	<input type="checkbox"/>
Date Filed:	5/2/2012									
Debtors' Proposed Claim			Eastman Kodak Company		\$0.00	\$0.00	\$0.00	\$44,015.65	\$44,015.65	
Filed Proof of Claim Totals					\$0.00	\$0.00	\$0.00	\$65,136.46	\$65,136.46	
Debtors' Proposed Claim Totals					\$0.00	\$0.00	\$0.00	\$44,015.65	\$44,015.65	

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EXHIBIT D¹

Incorrect Debtor, Reclassified Claims

¹ All capitalized terms used but otherwise not defined on Exhibit D shall have the meanings set forth in the Objection.

Exhibit D
Incorrect Debtor, Reclassified Claims

	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
Filed Proof of Claim	1532	<input type="checkbox"/>	Eastman Kodak Company	NEIL CANNON ADDRESS REDACTED	\$0.00	\$0.00	\$11,725.00	\$27,035.00	\$38,760.00	<input type="checkbox"/>
Date Filed: 4/30/2012										
Debtors' Proposed Claim			Kodak Imaging Network, Inc.		\$0.00	\$0.00	\$0.00	\$38,760.00	\$38,760.00	
Filed Proof of Claim Totals					\$0.00	\$0.00	\$11,725.00	\$27,035.00	\$38,760.00	
Debtors' Proposed Claim Totals					\$0.00	\$0.00	\$0.00	\$38,760.00	\$38,760.00	

Count: 1

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EXHIBIT 2

Blackline

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

_____)	
)	Chapter 11
In re:)	
EASTMAN KODAK COMPANY, <i>et al.</i> , ¹)	Case No. 12-10202 (ALG)
Debtors.)	
)	(Jointly Administered)
_____)	

**ORDER SUSTAINING IN PART DEBTORS'
TWENTY-SEVENTH OMNIBUS OBJECTION TO CLAIMS**

Upon the Debtors' Twenty-Seventh Omnibus Objection to Claims (the "**Objection**")² filed by Eastman Kodak Company, on behalf of itself and its affiliated debtors and debtors in possession in these chapter 11 cases (collectively, the "**Debtors**"); and it appearing that this Court has jurisdiction to consider the Objection pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these chapter 11 cases and the Objection in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the relief requested in the Objection is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Network, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Objection.

1. The Objection is SUSTAINED to the extent provided for herein.
2. The Incorrect Debtor Claims identified on Exhibit A to this Order are hereby reassigned to the Debtors indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit A to this Order.
3. The Modified Amount Claims identified on Exhibit B to this Order are hereby modified to the amounts indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit B to this Order.
4. The Incorrect Debtor, Modified Amount Claims identified on Exhibit C to this Order are hereby reassigned to the Debtors and modified to the amounts indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit C to this Order.
5. The Incorrect Debtor, Reclassified Claims identified on Exhibit D to this Order are hereby reassigned to the Debtors and reclassified to the priority levels indicated in the row titled “*Debtors’ Proposed Claim*” on Exhibit D to this Order.
6. The Objection is hereby adjourned to the omnibus hearing in these chapter 11 cases scheduled for August 16, 2013 at 11:00 a.m. (Eastern Time), subject to further adjournment by the Debtors or consensual resolution, solely with respect to the responses to the Objection and the corresponding Disputed Claims that are identified in the chart immediately below.

<u>Respondent</u>	<u>Disputed Claim #</u>	<u>Docket No.</u>
<u>PAC Worldwide Corporation</u>	<u>5011</u>	<u>Docket No. 4252</u>
<u>ZGraphics, Ltd.</u>	<u>1421</u>	<u>Docket No. 4255</u>

7. ~~6.~~ The Debtors and the Claims Agent are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
8. ~~7.~~ Any and all rights of the Debtors and their estates to amend, supplement

or otherwise modify the Objection and to file additional objections to any and all claims filed in these chapter 11 cases, including, without limitation, any and all of the Disputed Claims, shall be reserved. Any and all rights, claims and defenses of the Debtors and their estates with respect to any and all of the Disputed Claims shall be reserved, and nothing included in or omitted from the Objection is intended or shall be deemed to impair, prejudice, waive or otherwise affect any rights, claims, or defenses of the Debtors and their estates with respect to the Disputed Claims.

9. ~~8.~~ The requirements set forth in rule 9013-1(b) of the Local Rules for the United States Bankruptcy Court for the Southern District of New York are satisfied.

10. ~~9.~~ This Court shall retain jurisdiction to hear and to determine all matters arising from or related to implementation of this Order.

New York, New York
Date: [•], 2013

Allan L. Gropper
United States Bankruptcy Judge

EXHIBIT A¹

Incorrect Debtor Claims

¹ All capitalized terms used but otherwise not defined on Exhibit A shall have the meanings set forth in the Objection.

EXHIBIT B¹

Modified Amount Claims

¹ All capitalized terms used but otherwise not defined on Exhibit B shall have the meanings set forth in the Objection.

EXHIBIT C¹

Incorrect Debtor, Modified Amount Claims

¹ All capitalized terms used but otherwise not defined on Exhibit C shall have the meanings set forth in the Objection.

EXHIBIT D¹

Incorrect Debtor, Reclassified Claims

¹ All capitalized terms used but otherwise not defined on Exhibit D shall have the meanings set forth in the Objection.